

**THE
GREENBRIER
COMPANIES**

The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

November 17, 2005

RECORDATION NO. 25780 FILED

NOV 21 '05

12-45 PM

SURFACE TRANSPORTATION BOARD



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, D.C. 20006

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement for Rider No. 4000-01 dated as August 27, 2004, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Corporation
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: ExxonMobile Global Services Corporation
13501 Katy Freeway
Houston, Texas 77079-1398

A description of the railroad equipment covered by the enclosed document is:

One hundred sixty-nine (169) 5,701 cubic feet, covered hopper railcars in the series GBRX 36061 through GBRX 99981, non-inclusive, more particularly described on the Railcar List attached to the Memorandum of Lease.

Also enclosed is a payment of \$33 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

Mr. Vernon A. Williams
November 17, 2005
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A short summary of the enclosed primary document to appear in the Board's Index is:

Memorandum of Lease Agreement for Rider No. 4000-01 dated as of
August 27, 2004 between Greenbrier Leasing Corporation, Lessor, and
ExxonMobile Global Services Corporation, Lessee.

Sincerely,

A handwritten signature in cursive script, reading "Janet E. Germer".

Janet E. Germer
Executive Assistant

JEG
Enclosure

cc: Robert W. Alvord, Esq.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

EXXONMOBIL GLOBAL SERVICES CORPORATION ("LESSEE")

AUGUST 27, 2004

RIDER NO. 4000-01

AUGUST 27, 2004

Memorandum of Rider No. 4000-01 dated August 27, 2004 to a Lease Agreement made and entered into as of August 27, 2004 by and between Greenbrier Leasing Corporation ("Lessor") and ExxonMobil Global Services Corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred sixty-nine (169) 5,701 cubic feet, covered hopper railcars to be selected from the 189 candidate cars listed on the attached Railcar List. The specific 169 railcars will be specified on the Certificate of Acceptance to be executed by the Lessee.
2. Rider No. 4000-01 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Rider No. 4000-01.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate ~~officers~~ *representative* as of the date and year first above written.

LESSOR:

GREENBRIER LEASING CORPORATION

BY: *Robin Bisson*

NAME: Robin Bisson

TITLE: Senior Vice President

DATE: 9-8-04

LESSEE:

EXXONMOBIL GLOBAL SERVICES CORPORATION

BY: *Barbara J. Pyle*

NAME: Barbara J. Pyle

TITLE: Sourcing Specialist

DATE: 9/27/04

STATE OF OREGON

)
) ss.
)

COUNTY OF CLACKAMAS

On this 8th day of September 2004, before me personally appeared Robin Bisson to me personally known, who being by me duly sworn, says that he is the Senior Vice President of Greenbrier Leasing Corporation that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Germer
NOTARY PUBLIC

My commission expires: 5/28/2006



STATE OF

Texas

)
) ss.
)

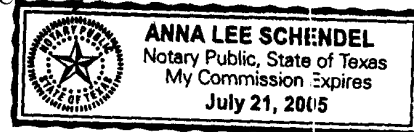
COUNTY OF

Harris

On this *27th* day of *September*, 2004, before me personally appeared *Barbara J. Fife*, to me personally known, who being by me duly sworn, says that s/he is the *Sourcing Specialist* of ExxonMobil Global Services Corporation that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

Anna Lee Schendel
NOTARY PUBLIC

My commission expires: _____



RAILCAR LIST

(These cars were all formerly marked ACFX)

CAR MARK	CAR NUMBER	CAR MARK	CAR NUMBER	CAR MARK	CAR NUMBER	CAR MARK	CAR NUMBER	CAR MARK	CAR NUMBER
GBRX	36061	GBRX	97012	GBRX	98094	GBRX	99564	GBRX	99833
GBRX	36063	GBRX	97041	GBRX	98155	GBRX	99567	GBRX	99835
GBRX	36065	GBRX	97059	GBRX	98255	GBRX	99590	GBRX	99836
GBRX	36069	GBRX	97068	GBRX	98275	GBRX	99591	GBRX	99837
GBRX	36070	GBRX	97069	GBRX	98293	GBRX	99592	GBRX	99838
GBRX	36083	GBRX	97076	GBRX	98304	GBRX	99595	GBRX	99839
GBRX	36085	GBRX	97147	GBRX	98326	GBRX	99597	GBRX	99840
GBRX	36089	GBRX	97157	GBRX	98328	GBRX	99598	GBRX	99841
GBRX	36092	GBRX	97159	GBRX	98336	GBRX	99600	GBRX	99842
GBRX	36104	GBRX	97172	GBRX	98344	GBRX	99601	GBRX	99844
GBRX	36105	GBRX	97174	GBRX	98423	GBRX	99602	GBRX	99846
GBRX	36111	GBRX	97175	GBRX	98584	GBRX	99604	GBRX	99849
GBRX	36114	GBRX	97220	GBRX	98594	GBRX	99607	GBRX	99850
GBRX	36115	GBRX	97457	GBRX	98598	GBRX	99609	GBRX	99851
GBRX	36121	GBRX	97515	GBRX	98600	GBRX	99711	GBRX	99852
GBRX	36141	GBRX	97523	GBRX	98601	GBRX	99809	GBRX	99854
GBRX	36148	GBRX	97526	GBRX	98602	GBRX	99811	GBRX	99855
GBRX	36373	GBRX	97529	GBRX	98607	GBRX	99813	GBRX	99856
GBRX	36422	GBRX	97534	GBRX	98609	GBRX	99814	GBRX	99857
GBRX	36557	GBRX	97545	GBRX	98616	GBRX	99816	GBRX	99861
GBRX	36563	GBRX	97548	GBRX	98621	GBRX	99817	GBRX	99868
GBRX	37062	GBRX	97557	GBRX	98633	GBRX	99818	GBRX	99870
GBRX	37081	GBRX	97575	GBRX	98636	GBRX	99819	GBRX	99882
GBRX	37132	GBRX	97693	GBRX	98646	GBRX	99820	GBRX	99891
GBRX	37236	GBRX	97722	GBRX	98649	GBRX	99821	GBRX	99898
GBRX	37384	GBRX	97904	GBRX	98664	GBRX	99822	GBRX	99907
GBRX	37398	GBRX	97908	GBRX	98667	GBRX	99823	GBRX	99912
GBRX	37403	GBRX	97912	GBRX	98669	GBRX	99824	GBRX	99919
GBRX	37420	GBRX	97925	GBRX	98670	GBRX	99825	GBRX	99981
GBRX	37441	GBRX	98027	GBRX	98671	GBRX	99826	Total Cars: 169	
GBRX	37464	GBRX	98031	GBRX	98672	GBRX	99827		
GBRX	37545	GBRX	98036	GBRX	98673	GBRX	99828		
GBRX	37608	GBRX	98042	GBRX	98674	GBRX	99830		
GBRX	37609	GBRX	98061	GBRX	98675	GBRX	99831		
GBRX	37616	GBRX	98092	GBRX	98803	GBRX	99832		